Gary D. Sesser
Ronald D. Spencer
CARTER LEDYARD & MILBURN LLP
2 Wall Street
New York, New York 10005
(212) 732-3200
Attorneys for The Andy Warhol Foundation for the Visual Arts, Inc.,
Vincent Fremont, Vincent Fremont Enterprises, and The Andy Warhol
Art Authentication Board, Inc.

UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

JOE SIMON-WHELAN, Individually and on Behalf of All Others Similarly Situated,

Index No. 07 CV 6423 (LTS) (AJP)

Plaintiff,

- against -

THE ANDY WARHOL FOUNDATION FOR THE VISUAL ARTS, INC., THE ESTATE OF ANDY WARHOL, VINCENT FREMONT, Individually and Successor Executor for the Estate of Andy Warhol, VINCENT FREMONT ENTERPRISES, THE ANDY WARHOL ART AUTHENTICATION BOARD, INC., JOHN DOES 1-20, JANE DOES 1-10, and RICHARD ROES 1-10,

Rule 7.1 Statement

Defendants.

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure and to enable Judges and Magistrate Judges of the court to evaluate possible disqualification or recusal, the undersigned counsel for Defendants The Andy Warhol Foundation for the Visual Arts, Inc., Vincent Fremont, Vincent Fremont Enterprises, and The Andy Warhol Art Authentication Board, Inc., hereby certifies that there are no corporate parents, affiliates and/or subsidiaries of

said parties which are publicly held or which have a financial interest in the outcome of litigation.

New York, New York September 14, 2007

CARTER LEDYARD & MILBURN LLP

Gary D. Sesser

Ronald D. Spencer Two Wall Street

New York, New York 10005

(212) 732-3200